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*Counsel for the Multi-State
Governmental Entities Group*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PURDUE PHARMA L.P., *et al.*,

Debtors.¹

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

**SUMMARY COVER SHEET FOR SEVENTH INTERIM APPLICATION OF CAPLIN &
DRYSDALE, CHARTERED, FOR ALLOWANCE OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES WITH RESPECT TO SERVICES RENDERED AS
COUNSEL TO THE MULTI-STATE GOVERNMENTAL ENTITIES GROUP FOR THE
PERIOD COMMENCING FEBRUARY 1, 2023, THROUGH MAY 31, 2023**

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters are located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

Name of Applicant:	Caplin & Drysdale, Chartered
Authorized to provide professional services to:	Multi-State Governmental Entities Group
Date of Order Approving Debtors' Payment of Fees and Expenses of Applicant:	April 22, 2021 [Docket No. 2695]
Period for which Compensation and Reimbursement are sought:	February 1, 2023, through May 31, 2023
Amount of Compensation sought as actual, reasonable, and necessary:	<u>\$82,804.00</u>
Amount of Compensation previously awarded:	<u>\$6,192,757.85</u>
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	<u>\$1,343.24</u>
Amount of Expense Reimbursement previously awarded:	<u>\$135,670.81</u>
Amount of Prior Holdbacks:	<u>\$16,560.80</u>
Total Fees and Expenses inclusive of Holdback:	<u>\$84,147.24</u>
This is a: ___ monthly <u> X </u> interim ___ final application.	

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PURDUE PHARMA L.P., *et al.*,

Debtors.²

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

**SEVENTH INTERIM APPLICATION OF
CAPLIN & DRYSDALE, CHARTERED, FOR ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES WITH
RESPECT TO SERVICES RENDERED AS COUNSEL TO THE
MULTI-STATE GOVERNMENTAL ENTITIES GROUP FOR THE
PERIOD COMMENCING FEBRUARY 1, 2023, THROUGH MAY 31, 2023**

Pursuant to the *Order Authorizing the Debtors to Enter Into Term Sheet With and Pay
Certain Fees and Expenses of the Multi-State Governmental Entities Group* [Docket No. 2695]
(the “**MSGE Group Fee Order**”), and the *Order Establishing Procedures for Interim
Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 529] (the

² The Debtors (“**Debtors**”) in these cases, along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters are located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

“Interim Compensation Order”), the law firm of Caplin & Drysdale, Chartered (**“Caplin & Drysdale”**), hereby submits this Seventh Interim Fee Application (the **“Application”**) for an order awarding it interim fees for legal services rendered as counsel to the Multi-State Governmental Entities Group (**“MSGE Group”**) in the above-captioned case, and reimbursement of actual and necessary expenses incurred, for the period commencing February 1, 2023, through May 31, 2023 (the **“Application Period”**). In support of this Application, Caplin & Drysdale respectfully represents as follows:

JURISDICTION

1. This Court has subject-matter jurisdiction to hear and determine this Application pursuant to 28 U.S.C. §§ 157 and 1334, and the Standing Order of Referral of Cases to Bankruptcy Court Judges of the District Court for the Southern District of New York, dated July 10, 1984 (Ward, Acting C.J.). This is a core proceeding under 28 U.S.C. § 157(b), and this Court has constitutional authority to hear and decide this Application. Venue is proper in this Court under 28 U.S.C. §§ 1408 and 1409.

BACKGROUND

2. On September 15, 2019 (the **“Petition Date”**), the Debtors filed a voluntary petition for relief under Chapter 11 under Title 11 of the United States Code (the **“Bankruptcy Code”**). The Debtors’ chapter 11 cases are being jointly administered for procedural purposes only pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure.

3. From the Petition Date through the date of this Application, the Debtors have continued to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

4. On November 21, 2019, the Court entered the Interim Compensation Order [D.I. 529].

5. On March 31, 2021, the Debtors filed a *Motion to Enter into Term Sheet with and Pay Certain Fees and Expenses of the Multi-State Governmental Entities Group* [D.I. 2580]. On April 22, 2021, the Court entered the MSGE Group Fee Order [D.I. 2695].

6. Pursuant to the Interim Compensation Order, professionals may request monthly compensation and reimbursement. Such requests are to be served on certain identified parties for review. If no objection to a professional's request is received within fourteen (14) days of such request, the Debtors are authorized to pay 80% of the fees and 100% of the expenses requested.

7. The Interim Compensation Order also requires each retained professional to file at four-month intervals an application for interim Court approval and allowance, pursuant to section 331 of the Bankruptcy Code, of 100% of the compensation for services and reimbursement of expenses for prior months not already included in a previous interim fee application.

SUMMARY OF APPLICATION

8. Caplin & Drysdale seeks allowance of interim compensation for professional services rendered to the MSGE Group during the Application Period in the aggregate amount of \$82,804.00, and for reimbursement of expenses incurred and recorded in connection with the rendition of such services in the aggregate amount of \$1,343.24.

Monthly Statement	Total Fees	Fees Paid	Total Expenses	Expenses Paid	20% Holdback	Total Balance
2/1/23-2/28/23	\$9,674.50	\$0.00	\$178.80	\$0.00	\$1,934.90	\$9,853.30
3/1/23-3/31/23	\$5,746.50	\$0.00	\$105.60	\$0.00	\$1,149.30	\$5,852.10
4/1/23-4/30/23	\$24,591.00	\$0.00	\$703.60	\$0.00	\$4,918.20	\$25,294.60
5/1/23-5/31/23	\$42,792.00	\$0.00	\$355.24	\$0.00	\$8,558.40	\$43,147.24
TOTAL	\$82,804.00	\$0.00	\$1,343.24	\$0.00	\$16,560.80	\$84,147.24

9. During the Application Period, Caplin & Drysdale attorneys and paraprofessionals expended a total of 127.7 hours for which compensation is requested. A schedule setting forth the number of hours expended by each of the members, associates and paraprofessionals of Caplin &

Drysdale who rendered services to the MSGE Group, their respective hourly rates, and the year of the bar admissions for each Caplin & Drysdale attorney is attached hereto as Exhibit A. A summary of time records on a project category basis as well as itemized time records for the professionals and paraprofessionals performing services for the MSGE Group and itemized and necessary expenses incurred during the Application Period are attached hereto as Exhibit B. These time records comply with the requirements set forth in Rule 2016 of the Federal Rules of Bankruptcy Procedure, including the use of itemized time entries and separate matter numbers for different project types. A description of each project category with the total number of hours expended by the attorneys and paraprofessionals of Caplin & Drysdale by project category, and the aggregate fees associated with each project category, is attached hereto as Exhibit C. Descriptions of the expenses for which Caplin & Drysdale is seeking reimbursement are attached hereto as Exhibit D.

10. In preparing this Application, Caplin & Drysdale seeks interim allowance of compensation and reimbursement of expenses pursuant to Rule 2016 of the Federal Rules of Bankruptcy Procedures (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Bankruptcy Rules**”), the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases (February 5, 2013) promulgated pursuant to Local Bankruptcy Rule 2016-1(a) (the “**Local Guidelines**”), and the United States Trustee’s Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 for Attorneys in Larger Chapter 11 Cases effective as of November 1, 2013 (the “**U.S. Trustee Guidelines**,” collectively with the Local Guidelines, the “**Fee Guidelines**”), the Interim Compensation Order

and the MSGE Group Fee Order (collectively with the Fee Guidelines, the “**Guidelines**”). A certification regarding compliance with the Guidelines is attached hereto as Exhibit E.

11. Caplin & Drysdale believes that all applicable time and disbursement charges for the Application Period have been included herein. However, to the extent that time or disbursement charges for services rendered or disbursements incurred relate to the Application Period, but were not processed prior to the preparation of this Application, Caplin & Drysdale reserves the right to request additional compensation for such services and reimbursement of such expenses in a future application.

DISBURSEMENTS

12. Caplin & Drysdale has disbursed \$1,343.24 as expenses incurred and recorded in providing professional services during the Application Period. None of these expenses exceeds the maximum rate set by the Guidelines. These charges are intended to cover Caplin & Drysdale’s direct costs, which costs are not incorporated into Caplin & Drysdale’s hourly fees. Only clients who actually use services of the types for which reimbursement is sought are separately charged for such service.

13. Caplin & Drysdale respectfully submits that the actual expenses incurred in providing professional services for which reimbursement is sought in this Application were reasonable and justified under the circumstances to serve the needs of the MSGE Group in accordance with the MSGE Group Fee Order.

THE REQUESTED COMPENSATION SHOULD BE ALLOWED

14. The MSGE Group Fee Order provides that Caplin & Drysdale’s reasonable and documented fees and expenses of the MSGE Counsel shall be subject, *mutatis mutandis*, to the procedures with respect to authorization of payment of the fees and expenses of the professionals of the Debtors and the Creditors’ Committee set forth in the Interim Compensation Order.

Therefore, while this Application is not strictly subject to sections 331 and 330 of the Bankruptcy Code, we are guided by such provisions in making this Application. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 to govern a court's award of such compensation. *See* 11 U.S.C. §§ 330, 331.

15. Section 330(a)(3) also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded to an examiner, trustee under chapter 11, or professional person, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including—

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

16. As set forth in greater detail below, Caplin & Drysdale respectfully submits that it has satisfied the requirements of the MSGE Group Fee Order and section 330 of the Bankruptcy Code as they may be applied to the Application through the MSGE Group Fee Order. The professional services performed by Caplin & Drysdale were necessary and appropriate to the administration of this Chapter 11 case and were performed in the most expeditious and economical

manner possible. Compensation for these services as requested is commensurate with the complexity, importance, and nature of the problems, issues, or tasks involved. Further, the professionals at Caplin & Drysdale have coordinated their activities to avoid undue duplication of effort on behalf of the MSGE Group in the case whenever possible.

17. In accordance with section 504 of the Bankruptcy Code and Bankruptcy Rule 2016(a), there is no agreement or understanding between Caplin & Drysdale and any other person, other than the members of Caplin & Drysdale, for the sharing of compensation to be received for services rendered in this Chapter 11 case.

18. No agreement or understanding prohibited by 18 U.S.C. § 155 has been or will be made by Caplin & Drysdale.

19. Notice of this Application has been provided in accordance with the Interim Compensation Order. Caplin & Drysdale submits that no other or further notice need be provided.

20. Caplin & Drysdale reserves all rights and claims. Without limiting the generality of the foregoing, Caplin & Drysdale reserves its rights to submit future monthly fee applications, interim fee applications, and final fee applications, including, without limitation, fee applications seeking final allowance of all amounts sought to be paid or reimbursed herein and in respect of any amounts held back pursuant to the Interim Compensation Order or otherwise.

WHEREFORE, Caplin & Drysdale respectfully requests that the Court enter an Order approving this Application and allowing on an interim basis Caplin & Drysdale's request for \$82,804.00 in fees and reimbursement of \$1,343.24 in expenses for the Application Period.

Dated: June 14, 2023

Respectfully submitted,

/s/ Kevin C. Maclay

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Todd E. Phillips, Esq.

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Counsel for the Multi-State

Governmental Entities Group

EXHIBIT A

SUMMARY OF HOURS AND FEES BY PROFESSIONAL

FEBRUARY 1, 2023, THROUGH MAY 31, 2023

Name of Professional	Position/Year Admitted/Dept.	Hourly Billing Rate*	Total Hours Billed	Total Compensation
Kevin C. Maclay	Member / 1994 / Bankruptcy	\$1,395.00	8.0	\$11,160.00
Todd E. Phillips	Member / 2005 / Bankruptcy	\$1,050.00	1.0	\$1,050.00
Jeffrey A. Liesemer	Member / 1993 / Bankruptcy	\$1,125.00	16.3	\$18,337.50
Kevin M. Davis	Member / 2010 / Bankruptcy	\$775.00	0.2	\$155.00
Lucas H. Self	Associate / 2016 / Bankruptcy	\$600.00	12.3	\$7,380.00
George M. O'Connor	Associate / 2018 / Bankruptcy	\$525.00	66.2	\$34,755.00
Cecilia Guerrero	Paralegal / N/A / Bankruptcy	\$450.00	2.2	\$990.00
Jessica A. Giglio	Paralegal / N/A / Bankruptcy	\$450.00	8.8	\$3,960.00
Rachael L. Davis	Paralegal / N/A / Bankruptcy	\$395.00	12.7	\$5,016.50
TOTAL			127.7	\$82,804.00

* Nonworking travel time is billed at one-half the attorney's usual hourly rate.

EXHIBIT B

SUMMARY OF DETAILED TIME RECORDS

FEBRUARY 1, 2023, THROUGH MAY 31, 2023

Task Code	Project Category	Total Hours	Total Fees
.04	Case Administration	1.6	\$720.00
.07	Fee Applications-Self	4.6	\$2,953.50
.11	Plan & Disclosure Statement	97.4	\$64,953.50
.15	MSGE Group Meetings/Conferences	6.7	\$6,925.50
.17	Docket Review & File Maintenance	17.2	\$7,096.50
.21	Fee Auditor Matters - Self	0.2	\$155.00
TOTAL		127.7	\$82,804.00

CAPLIN & DRYSDALE

One Thomas Circle NW, Suite 1100
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Telephone: (202) 862-5000

Federal Tax I.D. No.: 52-1226629

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Multi-State Governmental Entities Group

Invoice #: 347748

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RE: Purdue Pharma Bankruptcy Proceeding

For Professional Services Rendered Through February 28, 2023

Total Services	\$9,674.50
Total Disbursements	\$178.80
Total Current Charges	\$9,853.30

Remittance Advice

[Payment is due upon receipt. If you should have any questions, please email accounting@capdale.com.](mailto:accounting@capdale.com)

Check Payable To:

Caplin & Drysdale, Chartered
Attn: Accounts Receivable
One Thomas Circle NW, Suite 1100
Washington, DC 20005

Wire Transfer:

Receiving Bank: Bank of America
ABA Wire Routing Number: 026009593
ABA ACH Routing Number: 054001204
Swift Code: BOFAUS3N
Beneficiary: Caplin & Drysdale, Chartered
Account Number: 001920814809

Credit Card:

We accept American Express. A service fee of 2.4% for Corporate Cards and 2.95% for Individual Cards will be added to all payments.

Please return this remittance page with your payment. Thank you.

CAPLIN & DRYSDALE

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Washington, DC 20005
Federal Tax I.D. No.: 52-1226629

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Multi-State Governmental Entities Group

April 21, 2023

Invoice #: 347748

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RE: Purdue Pharma Bankruptcy Proceeding

For Professional Services Rendered Through February 28, 2023

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.04 Case Administration & Calendar Control					
2/28/2023	JAG	Review dockets and update calendar.	0.3	\$450.00	\$135.00
2/28/2023	JAG	Review dockets and update calendar.	0.3	\$450.00	\$135.00
Total			0.60		\$270.00
.07 Fee Applications-Self					
2/3/2023	JAG	Prepare monthly fee statement (.3); communications w/ TEP re same (.1).	0.4	\$450.00	\$180.00
2/6/2023	TEP	Review monthly fee application (.1); communicate w/ JAG re same (.1).	0.2	\$1,050.00	\$210.00
2/15/2023	CG	Draft, finalize, and file interim fee application (1.8); update fee-related materials re same (.3).	2.1	\$450.00	\$945.00
Total			2.70		\$1,335.00
.11 Plan & Disclosure Statement					
2/1/2023	JAL	Attend hearing and bench ruling re extension of scope of preliminary injunction to Canadian tribe.	1.2	\$1,125.00	\$1,350.00
2/3/2023	GMO	Review and analyze Project Windsor documents (1.5); review updated claims data (.4).	1.9	\$525.00	\$997.50
2/8/2023	GMO	Review amended PI order and related papers.	0.9	\$525.00	\$472.50
2/9/2023	KCM	Teleconferences w/ M. Tobak re document issues.	0.4	\$1,395.00	\$558.00
2/10/2023	KCM	Teleconference w/ E. Vonnegut re case status.	0.2	\$1,395.00	\$279.00
2/13/2023	GMO	Review revised claims report.	0.2	\$525.00	\$105.00
Total			4.80		\$3,762.00
.15 Committee Meetings/Conferences					

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.15 Committee Meetings/Conferences					
2/2/2023	KCM	Teleconference w/ client re case status and next steps and related issue.	0.4	\$1,395.00	\$558.00
2/8/2023	KCM	Teleconferences w/ clients re case issue.	0.2	\$1,395.00	\$279.00
2/9/2023	KCM	Teleconferences w/ constituent re document issues.	0.4	\$1,395.00	\$558.00
2/15/2023	KCM	Teleconference w/ constituent re document and discovery issues.	0.4	\$1,395.00	\$558.00
2/15/2023	GMO	Research re produced litigation documents in connection w/ constituent inquiry.	1.4	\$525.00	\$735.00
Total			2.80		\$2,688.00
.17 Docket Review & File Maintenance					
2/1/2023	RLD	Review docket and update internal files re recently filed pleadings.	1.3	\$395.00	\$513.50
2/2/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
2/6/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
2/8/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
2/9/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
2/10/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
2/13/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
2/14/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
2/15/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.6	\$395.00	\$237.00
2/16/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
2/21/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
2/22/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
2/23/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
2/24/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
2/27/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.17 Docket Review & File Maintenance					
2/28/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
Total			4.10		\$1,619.50
Total Professional Services			15.0		\$9,674.50

PERSON RECAP

Person		Title	Hours	Rate	Amount
JAL	Jeffrey A. Liesemer	Member	1.2	\$1,125.00	\$1,350.00
KCM	Kevin C. Maclay	Member	2.0	\$1,395.00	\$2,790.00
TEP	Todd E. Phillips	Member	0.2	\$1,050.00	\$210.00
GMO	George M. O'Connor	Associate	4.4	\$525.00	\$2,310.00
RLD	Rachael L. Davis	Paralegal	4.1	\$395.00	\$1,619.50
JAG	Jessica A. Giglio	Paralegal	1.0	\$450.00	\$450.00
CG	Cecilia Guerrero	Paralegal	2.1	\$450.00	\$945.00

DISBURSEMENTS

Date	Description of Disbursements	Amount
02/06/2023	Court Reporting/Transcript Service - Hr'g tr. 2/1 [.11]	\$76.80
02/06/2023	Court Reporting/Transcript Service - Hr'g tr. 1/24 [.11]	\$102.00
Total Disbursements		\$178.80
Total Services		\$9,674.50
Total Disbursements		\$178.80
Total Current Charges		\$9,853.30

TASK RECAP
Services

<u>Category</u>	<u>Hours</u>	<u>Amount</u>
.04	0.60	\$270.00
.07	2.70	\$1,335.00
.11	4.80	\$3,762.00
.15	2.80	\$2,688.00
.17	4.10	\$1,619.50
	<u>15.00</u>	<u>\$9,674.50</u>

Disbursements

<u>Category</u>	<u>Amount</u>
.11	\$178.80
	<u>\$178.80</u>

BREAKDOWN BY PERSON

<u>Person</u>	<u>Category</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAG Jessica A. Giglio	.04	0.60	\$450.00	\$270.00
TEP Todd E. Phillips	.07	0.20	\$1,050.00	\$210.00
JAG Jessica A. Giglio	.07	0.40	\$450.00	\$180.00
CG Cecilia Guerrero	.07	2.10	\$450.00	\$945.00
JAL Jeffrey A. Liesemer	.11	1.20	\$1,125.00	\$1,350.00
KCM Kevin C. Maclay	.11	0.60	\$1,395.00	\$837.00
GMO George M. O'Connor	.11	3.00	\$525.00	\$1,575.00
KCM Kevin C. Maclay	.15	1.40	\$1,395.00	\$1,953.00
GMO George M. O'Connor	.15	1.40	\$525.00	\$735.00
RLD Rachael L. Davis	.17	4.10	\$395.00	\$1,619.50
		<u>15.00</u>		<u>\$9,674.50</u>

CAPLIN & DRYSDALE

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Federal Tax I.D. No.: 52-1226629

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Multi-State Governmental Entities Group

Invoice #: 347922

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RE: Purdue Pharma Bankruptcy Proceeding

For Professional Services Rendered Through March 31, 2023

Total Services	\$5,746.50
Total Disbursements	\$105.60
Total Current Charges	\$5,852.10

Remittance Advice

[Payment is due upon receipt. If you should have any questions, please email accounting@capdale.com.](mailto:accounting@capdale.com)

Check Payable To:

Caplin & Drysdale, Chartered
Attn: Accounts Receivable
One Thomas Circle NW, Suite 1100
Washington, DC 20005

Wire Transfer:

Receiving Bank: Bank of America
ABA Wire Routing Number: 026009593
ABA ACH Routing Number: 054001204
Swift Code: BOFAUS3N
Beneficiary: Caplin & Drysdale, Chartered
Account Number: 001920814809

Credit Card:

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Multi-State Governmental Entities Group

April 27, 2023

Invoice #: 347922

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RE: Purdue Pharma Bankruptcy Proceeding

For Professional Services Rendered Through March 31, 2023

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.04 Case Administration & Calendar Control					
3/15/2023	JAG	Review dockets and update calendar.	0.2	\$450.00	\$90.00
Total			0.20		\$90.00
.07 Fee Applications-Self					
3/1/2023	KCM	Review/edit January fee application.	0.1	\$1,395.00	\$139.50
3/8/2023	TEP	Review and edit monthly fee invoice (.1); communicate w/ JAG re same (.1); confer w/ JAG re same (.1).	0.3	\$1,050.00	\$315.00
3/8/2023	JAG	Confer w/ TEP re monthly fee invoice.	0.1	\$450.00	\$45.00
Total			0.50		\$499.50
.11 Plan & Disclosure Statement					
3/1/2023	JAL	Review and analyze motion to enter into funding agreement.	0.7	\$1,125.00	\$787.50
3/7/2023	JAL	Review and analyze motion to enter into funding agreement.	0.3	\$1,125.00	\$337.50
3/21/2023	JAL	Attend hearing on interim fee application (.4); review Debtors' designation of additional items for appellate record (.2).	0.6	\$1,125.00	\$675.00
3/23/2023	JAL	Review correspondence from M. Tobak re shareholder tolling stipulation (.3); email to KCM re same (.2).	0.5	\$1,125.00	\$562.50
3/23/2023	JAG	Review shareholder tolling stipulation (.2); communications w/ JAL re same (.1).	0.3	\$450.00	\$135.00
Total			2.40		\$2,497.50
.15 Committee Meetings/Conferences					

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.15 Committee Meetings/Conferences					
3/23/2023	KCM	Teleconference w/ client re case status.	0.1	\$1,395.00	\$139.50
Total			0.10		\$139.50
.17 Docket Review & File Maintenance					
3/1/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
3/2/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
3/3/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
3/5/2023	JAG	Update FA files.	1.2	\$450.00	\$540.00
3/6/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
3/7/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
3/11/2023	JAG	Update FA files.	1.6	\$450.00	\$720.00
3/13/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
3/14/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
3/16/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
3/17/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
3/18/2023	JAG	Update FA files.	0.3	\$450.00	\$135.00
3/23/2023	JAG	Update transcript files.	0.4	\$450.00	\$180.00
3/24/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.3	\$395.00	\$118.50
3/28/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
3/30/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
3/31/2023	RLD	Review docket and update internal files re recently filed pleadings.	0.3	\$395.00	\$118.50
Total			5.50		\$2,365.00
.21 Fee Auditor					
3/13/2023	KMD	Prepare for and attend call w/ fee examiner.	0.2	\$775.00	\$155.00
Total			0.20		\$155.00
Total Professional Services			8.9		\$5,746.50

PERSON RECAP

Person		Title	Hours	Rate	Amount
KMD	Kevin M. Davis	Member	0.2	\$775.00	\$155.00
JAL	Jeffrey A. Liesemer	Member	2.1	\$1,125.00	\$2,362.50
KCM	Kevin C. Maclay	Member	0.2	\$1,395.00	\$279.00
TEP	Todd E. Phillips	Member	0.3	\$1,050.00	\$315.00
RLD	Rachael L. Davis	Paralegal	2.0	\$395.00	\$790.00
JAG	Jessica A. Giglio	Paralegal	4.1	\$450.00	\$1,845.00

DISBURSEMENTS

Date	Description of Disbursements	Amount
03/27/2023	Court Reporting/Transcript Service - Hr'g tr. 3/21 [.11]	\$105.60
	Total Disbursements	\$105.60
	Total Services	\$5,746.50
	Total Disbursements	\$105.60
	Total Current Charges	\$5,852.10

TASK RECAP

Services

<u>Category</u>	<u>Hours</u>	<u>Amount</u>
.04	0.20	\$90.00
.07	0.50	\$499.50
.11	2.40	\$2,497.50
.15	0.10	\$139.50
.17	5.50	\$2,365.00
.21	0.20	\$155.00
	<u>8.90</u>	<u>\$5,746.50</u>

Disbursements

<u>Category</u>	<u>Amount</u>
.11	\$105.60
	<u>\$105.60</u>

BREAKDOWN BY PERSON

<u>Person</u>	<u>Category</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAG Jessica A. Giglio	.04	0.20	\$450.00	\$90.00
KCM Kevin C. Maclay	.07	0.10	\$1,395.00	\$139.50
TEP Todd E. Phillips	.07	0.30	\$1,050.00	\$315.00
JAG Jessica A. Giglio	.07	0.10	\$450.00	\$45.00
JAL Jeffrey A. Liesemer	.11	2.10	\$1,125.00	\$2,362.50
JAG Jessica A. Giglio	.11	0.30	\$450.00	\$135.00
KCM Kevin C. Maclay	.15	0.10	\$1,395.00	\$139.50
RLD Rachael L. Davis	.17	2.00	\$395.00	\$790.00
JAG Jessica A. Giglio	.17	3.50	\$450.00	\$1,575.00
KMD Kevin M. Davis	.21	0.20	\$775.00	\$155.00
		<u>8.90</u>		<u>\$5,746.50</u>

CAPLIN & DRYSDALE

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Multi-State Governmental Entities Group

Invoice #: 348564

Page: 1

RE: Purdue Pharma Bankruptcy Proceeding

For Professional Services Rendered Through April 30, 2023

Total Services	\$24,591.00
Total Disbursements	\$703.60
Total Current Charges	\$25,294.60

Remittance Advice

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Account Number: 001920814809

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Multi-State Governmental Entities Group

May 26, 2023

Invoice #: 348564

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RE: Purdue Pharma Bankruptcy Proceeding

For Professional Services Rendered Through April 30, 2023

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.04 Case Administration & Calendar Control					
4/4/2023	JAG	Review docket and update calendar.	0.3	\$450.00	\$135.00
4/30/2023	JAG	Review docket and update calendar.	0.2	\$450.00	\$90.00
Total			0.50		\$225.00
.07 Fee Applications-Self					
4/18/2023	KCM	Review/edit February fee application (.1); confer w/ TEP re same (.1).	0.2	\$1,395.00	\$279.00
4/18/2023	TEP	Confer w/ KCM re monthly fee application (.1); confer w/ JAG re same (.1).	0.2	\$1,050.00	\$210.00
4/18/2023	JAG	Confer w/ TEP re monthly fee application.	0.1	\$450.00	\$45.00
4/21/2023	TEP	Review monthly fee application (.1); communicate w/ JAG re same (.1).	0.2	\$1,050.00	\$210.00
Total			0.70		\$744.00
.11 Plan & Disclosure Statement					
4/18/2023	JAL	Review and analyze materials re proposed 2023 KEIP and KERP.	1.1	\$1,125.00	\$1,237.50
4/20/2023	GMO	Review filings re 2019 emergency fund negotiations re Avrio sale (2.7); review Debtors' motion and proposed order re Avrio bidding procedures (1.3); research re same (1.1); review proposed KEIP/KIRP materials (.9); draft memorandum re same (.3).	6.3	\$525.00	\$3,307.50
4/21/2023	JAL	Review correspondence and accompanying materials from D. Blabey (.3); communicate w/ KCM re same (.1).	0.4	\$1,125.00	\$450.00
4/21/2023	KCM	Teleconference w/ M. Tobak re case status.	0.5	\$1,395.00	\$697.50

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.11 Plan & Disclosure Statement					
4/21/2023	KCM	Teleconference w/ GMO re case status.	0.1	\$1,395.00	\$139.50
4/21/2023	GMO	Research re KEIP (2.4); draft memorandum re same (2.3); confer w/ KCM re case status (.1).	4.8	\$525.00	\$2,520.00
4/22/2023	JAL	Call w/ KCM re case status and hearing.	0.1	\$1,125.00	\$112.50
4/22/2023	KCM	Teleconference w/ GMO re case status, tasks and upcoming hearing.	0.4	\$1,395.00	\$558.00
4/22/2023	KCM	Teleconference w/ JAL re case status and hearing.	0.1	\$1,395.00	\$139.50
4/22/2023	GMO	Confer w/ KCM re case status, tasks and upcoming hearing (.4); research re same (1.2); draft memo re same (2.2).	3.8	\$525.00	\$1,995.00
4/23/2023	JAL	Review correspondence and accompanying materials from GMO re Avrio bidding procedures and UCC statement.	0.4	\$1,125.00	\$450.00
4/23/2023	GMO	Revise memorandum re bidding procedures.	2.3	\$525.00	\$1,207.50
4/24/2023	JAL	Communications w/ GMO re draft letter to Second Circuit (.2); call w/ KCM re case status, letter, and hearing (.2); call w/ M. Tobak re draft letter to Second Circuit (.1); call w/ D. Blabey re developments (.1); correspondence to KCM re developments (.1).	0.7	\$1,125.00	\$787.50
4/24/2023	KCM	Teleconference w/ JAL re case status, letter, and hearing.	0.2	\$1,395.00	\$279.00
4/24/2023	GMO	Review draft letter to Second Circuit (.2); draft memorandum re same (.7).	0.9	\$525.00	\$472.50
4/24/2023	JAG	Communications w/ JAL and GMO re 4/25 hearing.	0.3	\$450.00	\$135.00
4/25/2023	JAL	Attend hearing (.8); revise memo re same (.7); review and analyze GMO correspondence 2023 KEIP proposals (.8).	2.3	\$1,125.00	\$2,587.50
4/25/2023	JAL	Review correspondence from M. Tobak re draft letter to Second Circuit.	0.3	\$1,125.00	\$337.50
4/25/2023	GMO	Prepare for hearing (1.3); attend hearing (.8); draft summary of hearing and related issues (.6); research re same (1.1).	3.8	\$525.00	\$1,995.00
4/27/2023	GMO	Review materials re proposed executive hiring by Debtors (1.9); research re same (1.9); draft memo re same (.9).	4.7	\$525.00	\$2,467.50
Total			33.50		\$21,876.00
.15 Committee Meetings/Conferences					
4/24/2023	KCM	Teleconference w/ J. Tapley re case status, letter and hearing.	0.1	\$1,395.00	\$139.50
Total			0.10		\$139.50
.17 Docket Review & File Maintenance					

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.17 Docket Review & File Maintenance					
4/3/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
4/4/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
4/5/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
4/6/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
4/14/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.3	\$395.00	\$118.50
4/21/2023	RLD	Review dockets and update internal files re recently filed pleadings.	1.1	\$395.00	\$434.50
4/24/2023	JAG	Update FA files.	0.6	\$450.00	\$270.00
4/24/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
4/27/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.4	\$395.00	\$158.00
4/28/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
4/30/2023	JAG	Update FA files.	0.6	\$450.00	\$270.00
Total			3.90		\$1,606.50
Total Professional Services			38.7		\$24,591.00

PERSON RECAP

Person	Title	Hours	Rate	Amount
JAL Jeffrey A. Liesemer	Member	5.3	\$1,125.00	\$5,962.50
KCM Kevin C. Maclay	Member	1.6	\$1,395.00	\$2,232.00
TEP Todd E. Phillips	Member	0.4	\$1,050.00	\$420.00
GMO George M. O'Connor	Associate	26.6	\$525.00	\$13,965.00
RLD Rachael L. Davis	Paralegal	2.7	\$395.00	\$1,066.50
JAG Jessica A. Giglio	Paralegal	2.1	\$450.00	\$945.00

DISBURSEMENTS

Date	Description of Disbursements	Amount
04/10/2023	VERITEXT- Court Reporting/Transcript Service- Purdue Hearing Transcript – 03/31/2023 [.11]	\$52.80
04/21/2023	PACER SERVICE CENTER- Pacer Charges- JAG [.11]	\$647.00
04/21/2023	PACER SERVICE CENTER- Pacer Charges- JAL [.11]	\$3.80

DISBURSEMENTS

Date	Description of Disbursements	Amount
	Total Disbursements	\$703.60
	Total Services	\$24,591.00
	Total Disbursements	\$703.60
	Total Current Charges	\$25,294.60

TASK RECAP

Services

<u>Category</u>	<u>Hours</u>	<u>Amount</u>
.04	0.50	\$225.00
.07	0.70	\$744.00
.11	33.50	\$21,876.00
.15	0.10	\$139.50
.17	3.90	\$1,606.50
	<u>38.70</u>	<u>\$24,591.00</u>

Disbursements

<u>Category</u>	<u>Amount</u>
.11	\$703.60
	<u>\$703.60</u>

BREAKDOWN BY PERSON

<u>Person</u>	<u>Category</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAG Jessica A. Giglio	.04	0.50	\$450.00	\$225.00
KCM Kevin C. Maclay	.07	0.20	\$1,395.00	\$279.00
TEP Todd E. Phillips	.07	0.40	\$1,050.00	\$420.00
JAG Jessica A. Giglio	.07	0.10	\$450.00	\$45.00
JAL Jeffrey A. Liesemer	.11	5.30	\$1,125.00	\$5,962.50
KCM Kevin C. Maclay	.11	1.30	\$1,395.00	\$1,813.50
GMO George M. O'Connor	.11	26.60	\$525.00	\$13,965.00
JAG Jessica A. Giglio	.11	0.30	\$450.00	\$135.00
KCM Kevin C. Maclay	.15	0.10	\$1,395.00	\$139.50
RLD Rachael L. Davis	.17	2.70	\$395.00	\$1,066.50
JAG Jessica A. Giglio	.17	1.20	\$450.00	\$540.00
		<u>38.70</u>		<u>\$24,591.00</u>

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Multi-State Governmental Entities Group

Invoice #: 348841

Page: 1

RE: Purdue Pharma Bankruptcy Proceeding

For Professional Services Rendered Through May 31, 2023

Total Services	\$42,792.00
Total Disbursements	\$355.24
Total Current Charges	\$43,147.24

Remittance Advice

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ABA ACH Routing Number: 054001204
Swift Code: BOFAUS3N
Beneficiary: Caplin & Drysdale, Chartered
Account Number: 001920814809

Credit Card:

We accept American Express. A service fee of 2.4% for Corporate Cards and 2.95% for Individual Cards will be added to all payments.

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Multi-State Governmental Entities Group

June 14, 2023

Invoice #: 348841

Page: 1

RE: Purdue Pharma Bankruptcy Proceeding

For Professional Services Rendered Through May 31, 2023

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.04 Case Administration & Calendar Control					
5/12/2023	JAG	Review omnibus hearing date order and update calendar re same.	0.3	\$450.00	\$135.00
Total			0.30		\$135.00
.07 Fee Applications-Self					
5/15/2023	TEP	Review monthly fee application and communicate w/ JAG re same.	0.1	\$1,050.00	\$105.00
5/15/2023	JAG	Prepare monthly fee statement (.4); communications w/ TEP re same (.1).	0.5	\$450.00	\$225.00
5/26/2023	CG	Communications w/ Accounting re monthly invoice.	0.1	\$450.00	\$45.00
Total			0.70		\$375.00
.11 Plan & Disclosure Statement					
5/2/2023	GMO	Review communications re KEIP/KERP and related materials (.5); draft memo re same (1.2).	1.7	\$525.00	\$892.50
5/3/2023	GMO	Review KEIP motion and related documents (2.3); draft memo re same (.5).	2.8	\$525.00	\$1,470.00
5/5/2023	GMO	Review Debtors' revised claims report and updated cash forecast.	0.4	\$525.00	\$210.00
5/6/2023	GMO	Review filings re depositions in Avrio sale (.3); review sale motion (.3).	0.6	\$525.00	\$315.00
5/11/2023	GMO	Review settlement materials (.3); research re Avrio sale and related consent rights in plan (1.4).	1.7	\$525.00	\$892.50
5/15/2023	JAL	Review and analyze UST's response to KEIP/KERP motion.	0.2	\$1,125.00	\$225.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.11 Plan & Disclosure Statement					
5/15/2023	GMO	Review UST response to KEIP/KERP motion and related papers.	0.4	\$525.00	\$210.00
5/16/2023	JAL	Review and analyze notice re sale and successful bidder.	0.1	\$1,125.00	\$112.50
5/16/2023	GMO	Review Ecke appeal papers and statement of issues (.2); review Debtors' filing re auction cancellation and related papers (1.6).	1.8	\$525.00	\$945.00
5/17/2023	GMO	Review Reed Smith letter re request for conference (.3); research re plan issue (1.7); review appellate papers (.2).	2.2	\$525.00	\$1,155.00
5/18/2023	GMO	Prepare for 5/23 hearing re Avrio sale (1.5); draft memo re same (.4).	1.9	\$525.00	\$997.50
5/19/2023	GMO	Review and analyze filings re assumption of executory contracts in Avrio sale (1.1); research re plan issue (2.6); draft memorandum re same (.4).	4.1	\$525.00	\$2,152.50
5/21/2023	GMO	Review revised proposed sale order and related plan provisions.	0.9	\$525.00	\$472.50
5/22/2023	JAL	Review and analyze recent court submissions re sale of Avrio assets.	0.6	\$1,125.00	\$675.00
5/22/2023	KCM	Confer w/ GMO re upcoming hearing.	0.1	\$1,395.00	\$139.50
5/22/2023	GMO	Prepare for 5/23 hearing (.6); review monitor report (.2); review UCC statement re Avrio sale (.5); draft memo same (.4); review materials re emergency fund negotiations (1.8); confer w/ KCM re upcoming hearing (.1).	3.6	\$525.00	\$1,890.00
5/22/2023	RLD	Prepare materials for 5/23 hearing.	0.8	\$395.00	\$316.00
5/23/2023	JAL	Attend court hearing re Avrio sale and KEIP/KERP motion (partial) (1.3); communications w/ GMO re developments (.2).	1.5	\$1,125.00	\$1,687.50
5/23/2023	KCM	Teleconference w/ E. Vonnegut re case status.	0.3	\$1,395.00	\$418.50
5/23/2023	GMO	Prepare for hearing re Avrio sale (1.1); attend same (partial) (1.3) draft memo re same (.6); review materials re plan effective conditions and appeal (.8).	3.8	\$525.00	\$1,995.00
5/23/2023	RLD	Prepare materials for 5/23 hearing.	0.2	\$395.00	\$79.00
5/24/2023	GMO	Research re plan issue.	4.2	\$525.00	\$2,205.00
5/25/2023	GMO	Review amended PI order.	0.3	\$525.00	\$157.50
5/30/2023	JAL	Review and analyze Second Circuit opinion.	2.8	\$1,125.00	\$3,150.00
5/30/2023	JAL	Confer w/ LHS re developments and next steps.	0.3	\$1,125.00	\$337.50
5/30/2023	KCM	Teleconference w/ E. Vonnegut re appeal decision.	0.1	\$1,395.00	\$139.50
5/30/2023	KCM	Review/analyze Second Circuit opinion to plan/prepare next steps.	2.8	\$1,395.00	\$3,906.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.11 Plan & Disclosure Statement					
5/30/2023	KCM	Teleconference w/ LHS re appeal decision and next steps.	0.1	\$1,395.00	\$139.50
5/30/2023	GMO	Review Second Circuit opinion (1.8); draft memo re same (1.1); research re plan issue (1.2).	4.1	\$525.00	\$2,152.50
5/30/2023	LHS1	Review and analyze Second Circuit opinion (2.3); review and analyze concurring opinion (0.9); draft memo re same (1.7); draft memo re next steps (2.4).	7.3	\$600.00	\$4,380.00
5/30/2023	LHS1	Confer w/ JAL re developments and next steps (.3); confer w/ KCM re appeal decision and next steps (.1).	0.4	\$600.00	\$240.00
5/31/2023	LHS1	Research re plan issue (1.9); draft memo re same (2.7).	4.6	\$600.00	\$2,760.00
Total			56.70		\$36,818.00
.15 Committee Meetings/Conferences					
5/15/2023	GMO	Research re constituent inquiry.	0.7	\$525.00	\$367.50
5/30/2023	JAL	Revise memo to MSGE Group.	1.5	\$1,125.00	\$1,687.50
5/30/2023	KCM	Teleconference w/ J. Tapley re case status and next steps.	0.8	\$1,395.00	\$1,116.00
5/31/2023	JAL	Review and edit memo to MSGE Group.	0.7	\$1,125.00	\$787.50
Total			3.70		\$3,958.50
.17 Docket Review & File Maintenance					
5/1/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
5/4/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.3	\$395.00	\$118.50
5/5/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.1	\$395.00	\$39.50
5/10/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.3	\$395.00	\$118.50
5/11/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
5/16/2023	JAG	Update FA files.	0.2	\$450.00	\$90.00
5/16/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.3	\$395.00	\$118.50
5/19/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.3	\$395.00	\$118.50
5/24/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.3	\$395.00	\$118.50
5/25/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.3	\$395.00	\$118.50
5/26/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00

SERVICES

Date	Person	Description of Services	Hours	Rate	Amount
.17 Docket Review & File Maintenance					
5/29/2023	JAG	Update FA files.	0.6	\$450.00	\$270.00
5/30/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
5/31/2023	RLD	Review dockets and update internal files re recently filed pleadings.	0.2	\$395.00	\$79.00
Total			3.70		\$1,505.50
Total Professional Services			65.1		\$42,792.00

PERSON RECAP

Person		Title	Hours	Rate	Amount
JAL	Jeffrey A. Liesemer	Member	7.7	\$1,125.00	\$8,662.50
KCM	Kevin C. Maclay	Member	4.2	\$1,395.00	\$5,859.00
TEP	Todd E. Phillips	Member	0.1	\$1,050.00	\$105.00
GMO	George M. O'Connor	Associate	35.2	\$525.00	\$18,480.00
LHS1	Lucas H. Self	Associate	12.3	\$600.00	\$7,380.00
RLD	Rachael L. Davis	Paralegal	3.9	\$395.00	\$1,540.50
JAG	Jessica A. Giglio	Paralegal	1.6	\$450.00	\$720.00
CG	Cecilia Guerrero	Paralegal	0.1	\$450.00	\$45.00

DISBURSEMENTS

Date	Description of Disbursements	Amount
05/01/2023	VERITEXT- 4/25/23 Hr'g Tr. [.11]	\$49.20
05/31/2023	VERITEXT- 5/23/23 Hr'g Tr. [.11]	\$136.80
05/31/2023	Database Research - Westlaw - LHS 05/30/2023 [.11]	\$169.24
Total Disbursements		\$355.24
Total Services		\$42,792.00
Total Disbursements		\$355.24
Total Current Charges		\$43,147.24

TASK RECAP

Services

<u>Category</u>	<u>Hours</u>	<u>Amount</u>
.04	0.30	\$135.00
.07	0.70	\$375.00
.11	56.70	\$36,818.00
.15	3.70	\$3,958.50
.17	3.70	\$1,505.50
	<u>65.10</u>	<u>\$42,792.00</u>

Disbursements

<u>Category</u>	<u>Amount</u>
.11	\$355.24
	<u>\$355.24</u>

BREAKDOWN BY PERSON

<u>Person</u>	<u>Category</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAG Jessica A. Giglio	.04	0.30	\$450.00	\$135.00
TEP Todd E. Phillips	.07	0.10	\$1,050.00	\$105.00
JAG Jessica A. Giglio	.07	0.50	\$450.00	\$225.00
CG Cecilia Guerrero	.07	0.10	\$450.00	\$45.00
JAL Jeffrey A. Liesemer	.11	5.50	\$1,125.00	\$6,187.50
KCM Kevin C. Maclay	.11	3.40	\$1,395.00	\$4,743.00
GMO George M. O'Connor	.11	34.50	\$525.00	\$18,112.50
LHS1 Lucas H. Self	.11	12.30	\$600.00	\$7,380.00
RLD Rachael L. Davis	.11	1.00	\$395.00	\$395.00
JAL Jeffrey A. Liesemer	.15	2.20	\$1,125.00	\$2,475.00
KCM Kevin C. Maclay	.15	0.80	\$1,395.00	\$1,116.00
GMO George M. O'Connor	.15	0.70	\$525.00	\$367.50
RLD Rachael L. Davis	.17	2.90	\$395.00	\$1,145.50
JAG Jessica A. Giglio	.17	0.80	\$450.00	\$360.00
		<u>65.10</u>		<u>\$42,792.00</u>

EXHIBIT C

**SUMMARY OF HOURS BILLED BY PROFESSIONAL BY
PROJECT CATEGORY AND NARRATIVE DESCRIPTION OF EACH PROJECT CATEGORY**

FEBRUARY 1, 2023, THROUGH MAY 31, 2023

Project Category		Position	Total Hours	Total Fees
.04	Case Administration		1.6	\$720.00
<i>Services rendered in this category pertain to the general administration of the bankruptcy case and maintenance of the docketing calendar for MSGE Group professionals.</i>				
	Jessica A. Giglio	Paralegal	1.6	\$720.00
.07	Fee Applications-Self		4.6	\$2,953.50
<i>Services rendered in this category pertain to the preparation and review of Caplin & Drysdale's fee applications.</i>				
	Kevin C. Maclay	Member	0.3	\$418.50
	Todd E. Phillips	Member	1.0	\$1,050.00
	Cecilia Guerrero	Paralegal	2.2	\$990.00
	Jessica A. Giglio	Paralegal	1.1	\$495.00
.11	Plan & Disclosure Statement		97.4	\$64,953.50
<i>Services rendered in this category include without limitation negotiations, legal research, discovery, drafting, motions practice, and other tasks related to evaluating issues with, or that otherwise pertain to, the formulation of a reorganization plan and disclosure statement and confirmation of a reorganization plan. This category also includes extensive mediation efforts, and due diligence and analysis of additional sources of recovery and related parties.</i>				
	Kevin C. Maclay	Member	5.3	\$7,393.50
	Jeffrey A. Liesemer	Member	14.1	\$15,862.50
	Lucas H. Self	Associate	12.3	\$7,380.00
	George M. O'Connor	Associate	64.1	\$33,652.50
	Jessica A. Giglio	Paralegal	0.6	\$270.00
	Rachael L. Davis	Paralegal	1.0	\$395.00
.15	MSGE Group Meetings/Conferences		6.7	\$6,925.50
<i>Services rendered in this category include preparing for and participating in MSGE Group and subcommittee meetings and conference calls; preparing general memoranda and other communications to the MSGE Group and subcommittees thereof; and responding to inquiries from MSGE Group members.</i>				
	Kevin C. Maclay	Member	2.4	\$3,348.00

	Jeffrey A. Liesemer	Member	2.2	\$2,475.00
	George M. O'Connor	Associate	2.1	\$1,102.50
.17	Docket Review & File Maintenance		17.2	\$7,096.50
<i>Services rendered in this category reflect time spent reviewing the docket for the bankruptcy case, including any pending adversary proceedings and maintaining the case filing system as well as preparing case updates for internal distribution.</i>				
	Jessica A. Giglio	Paralegal	5.5	\$2,475.00
	Rachael L. Davis	Paralegal	11.7	\$4,621.50
.21	Fee Auditor Matters - Self		0.2	\$155.00
<i>Services rendered in this category pertain to negotiations with the Fee Examiner and the review of and response to reports by the Fee Examiner.</i>				
	Kevin M. Davis	Member	0.2	\$155.00
TOTAL			127.7	\$82,804.00

EXHIBIT D

SUMMARY OF EXPENSES

FEBRUARY 1, 2023, THROUGH MAY 31, 2023

Category	Amount
Court Reporter Transcript Services	\$523.20
Database Research	\$169.24
PACER Service	\$650.80
TOTAL	\$1,343.24

EXHIBIT E

Kevin C. Maclay, Esq. (admitted *pro hac vice*)
Todd E. Phillips, Esq.
CAPLIN & DRYSDALE, CHARTERED
One Thomas Circle, NW, Suite 1100
Washington, DC 20005
Tel: (202) 862-5000
Fax: (202) 429-3301

*Counsel for the Multi-State
Governmental Entities Group*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PURDUE PHARMA L.P., *et al.*,

Debtors.⁴

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

CERTIFICATION OF TODD E. PHILLIPS

I, Todd E. Phillips, certify as follows:

1. I am a member in the firm of Caplin & Drysdale, Chartered (“**Caplin & Drysdale**”), and counsel to the Multi-State Governmental Entities Group. I am duly authorized to make this certification on behalf of Caplin & Drysdale. Caplin & Drysdale submits its seventh application for interim compensation and reimbursement of expenses for the period commencing February 1, 2023, through May 31, 2023 (the “**Application**”) in compliance with Rule 2016-1 of

⁴ The Debtors in these cases, along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters are located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

the Local Bankruptcy Rules for the Southern District of New York, the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases (February 5, 2013) promulgated pursuant to Local Bankruptcy Rule 2016-1(a) (the “**Local Guidelines**”), the United States Trustee’s Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 for Attorneys in Larger Chapter 11 Cases effective as of November 1, 2013 (the “**U.S. Trustee Guidelines**”), the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 529], and the *Order Authorizing the Debtors to Enter Into Term Sheet With and Pay Certain Fees and Expenses of the Multi-State Governmental Entities Group* [Docket No. 2695].

2. Pursuant to Section B.1 of the Local Guidelines, I certify that:

- a. I have read the Application;
- b. to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Guidelines and the U.S. Trustee Guidelines;
- c. the fees and disbursements sought are billed at rates in accordance with the practices customarily employed by Caplin & Drysdale and generally accepted by Caplin & Drysdale’s clients; and
- d. in providing a reimbursable service, Caplin & Drysdale does not make a profit on that service, whether the service is performed by Caplin & Drysdale in-house or through a third party.

3. The following is provided in response to the request for application information set forth in ¶ C.5 of the U.S. Trustee Guidelines:

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period?

Response: No, Caplin & Drysdale did not vary its standard or customary billing rates, fees, or terms for services pertaining to this engagement.

Question: If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Response: N/A

Question: Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

Response: No.

Question: Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billed records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.) If so, please quantify by hours and fees.

Response: The fees reflected in billing code number .07, titled Fee Applications-Self, relate to Caplin & Drysdale's preparation of fee applications as well as review and revision of its invoices.

Question: Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information?

Response: Yes, in connection with the review of the monthly time records for submission of the Monthly Fee Applications, Caplin & Drysdale reviewed the time detail for privileged or confidential information.

Question: Does this fee application include rate increases since retention?

Response: Yes.

Question: Did the client agree when retaining Caplin & Drysdale to accept all future rate increases? If not, did Caplin & Drysdale inform the client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?

Response: The client was notified at the outset of the engagement that Caplin & Drysdale's hourly rates are reviewed and revised generally on January 1st of each year.

4. I have read the Application, and I certify that the Application substantially complies with the Local Guidelines and the U.S. Trustee Guidelines.

I declare under penalty of perjury that the forgoing is true and correct.

Dated: June 14, 2023

/s/ Todd E. Phillips

Todd E. Phillips, Esq.